

SEC Potential persons who are to respond to the collection of information contained in this form are not required (6-02) to respond unless the form displays a currently valid OMB control number.

ATTENTION

Failure to file notice in the appropriate states will not result in a loss of the federal exemption. Conversely, failure to file the appropriate federal notice will not result in a loss of an available state exemption state exemption unless such exemption is predicated on the filing of a federal notice.



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UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM D PROCESS

Estimated average burden purden response... 1

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2005

APR 09 2004

NOTICE OF SALE OF SECURITIES
PURSUANT TO REGULATION D,
SECTION 4(6), AND/OR
UNIFORM LIMITED OFFERING EXEMPTION

N	SEC	USE	ONLY
~	Prefix		Serial
	DATE	REC	EIVED

OMB APPROVAL

OMB Number: 3235-

Expires: May 31,

Name of Offering ([] check if this is an amendment and name has changed, and indicate changed	e.)
Filing Under (Check box(es) that apply): [] Rule 504 [] Rule 505 [x] Rule 506 [] Section 4(6)	[x] ULOE
Type of Filing: [] New Filing [x] Amendment [] Final Filing	
A. BASIC IDENTIFICATION DATA	1990 centro chi casa nong propi prop
Enter the information requested about the issuer	name processor 27% at
Name of Issuer ([] check if this is an amendment and name has changed, and indicate change	3.)

Address of Executive Offices Number (Including Area Cod	(**************************************	Code) Telephone
11781 Manchester Road, De	es Peres, Missouri 63131	(314) 965-5300
Address of Principal Busines Number (Including Area Coc (if different from Executive C		state, Zip Code) Telephone
Same		
	s – Issuer is a Missouri Corporation organiz perates commercial banks in Missouri and	
Type of Business Organizati	on	
[x] corporation	[] limited partnership, already forme	ed [] other (please specify):
[] business trust	[] limited partnership, to be formed	
	Month	Year
	Incorporation or Organization: [0]7] [9 or Organization: (Enter two-letter U.S. Posi CN for Canada; FN for other fo	tal Service abbreviation for State:

GENERAL INSTRUCTIONS

Federal:

Who Must File: All issuers making an offering of securities in reliance on an exemption under Regulation D or Section 4(6), 17 CFR 230.501 et seq. or 15 U.S.C. 77d(6).

When to File: A notice must be filed no later than 15 days after the first sale of securities in the offering. A notice is deemed filed with the U.S. Securities and Exchange Commission (SEC) on the earlier of the date it is received by the SEC at the address given below or, if received at that address after the date on which it is due, on the date it was mailed by United States registered or certified mail to that address.

Where to File: U.S. Securities and Exchange Commission, 450 Fifth Street, N.W., Washington, D.C. 20549.

Copies Required: Five (5) copies of this notice must be filed with the SEC, one of which must be manually signed. Any copies not manually signed must be photocopies of manually signed copy or bear typed or printed signatures.

Information Required: A new filing must contain all information requested. Amendments need only report the name of the issuer and offering, any changes thereto, the information requested in Part C, and any material changes from the information previously supplied in Parts A and B. Part E and the Appendix need not be filed with the SEC.

Filing Fee: There is no federal filing fee.

State:

This notice shall be used to indicate reliance on the Uniform Limited Offering Exemption (ULOE) for sales of securities in those states that have adopted ULOE and that have adopted this form. Issuers relying on ULOE must file a separate notice with the Securities Administrator in each state where sales are to be, or have been made. If a state requires the payment of a fee as a precondition to the claim for the exemption, a fee in the proper amount shall accompany this form. This notice shall be filed in the appropriate states in accordance with state law. The Appendix in the notice constitutes a part of this notice and must be completed.

A. BASIC IDENTIFICATION DATA

- 2. Enter the information requested for the following:
 - Each promoter of the issuer, if the issuer has been organized within the past five years;
 - Each beneficial owner having the power to vote or dispose, or direct the vote or disposition of, 10% or more of a class of equity securities of the issuer;
 - Each executive officer and director of corporate issuers and of corporate general and managing partners of partnership issuers; and
 - Each general and managing partner of partnership issuers.

Check Box(es) that Apply:	[x] Promoter []	Beneficial Owner	[x] Executive Officer	[x] Director	[] General and/o Managing Partner
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Full Name (Last nam	ne first, if individual)				
37 Fox Meadow, St.	Louis, Missouri 631	27			
Business or Residen	ce Address (Numb	er and Street, City,	State, Zip Code)		
Check Box(es) that Apply: Parker, Gary R.	[] Promoter	[x] Beneficial Owner	[] Executive Officer	e [x] Director [] General and/or Managing Partner
Full Name (Last nam 12030 Gailcrest Lan			MIC (MIC) FOR UP TO THE POST OF THE POST	THE PROPERTY OF THE PROPERTY O	manghat na marak na kananakat na haka na manghat na manghat na manghat na manghat na manghat na manghat na mang
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Check Box(es) that Apply: Koenemann, Barry D		Beneficial [Owner] Executive Officer		General and/or Managing Partner
Full Name (Last nam 12747 Olive street, S			тогун на студу и до до на до на На до на	од на намения под под намения в намения на н	ости на постава на при
Business or Residen	ice Address (Numb	er and Street. Citv.	State, Zip Code)	000 (BOHFT THE COMMUNICATION PROSPETS CONTROL CAME COMMUNICATION

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 - Each beneficial owner having the power to vote or dispose, or direct the vote or disposition of, 10% or more of a class of equity securities of the issuer;
 - Each executive officer and director of corporate issuers and of corporate general and managing partners of partnership issuers; and
 - Each general and managing partner of partnership issuers.

	Beneficial Owner	[] Executive Officer	[x] Director	Managing Partner
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offering?	30101 Agoura Court Business or Residen	sheet, or copy	and use addition	nal copies of this si	. October 2000-00000-00000-00000-00000-0000-0000	гу.)
Answer also in Appendix, Column 2, if filing under ULOE.	Business or Residen (Use blank s	sheet, or copy	and use addition	nal copies of this sl	heet, as necessa	
2. What is the minimum investment that will be accepted from any individual?	Business or Residen (Use blank s 1. Has the issuer soloffering?	B. IN Id, or does the i	and use addition IFORMATION AE ISSUER intend to see So in Appendix, C	nal copies of this sland of the	heet, as necessa I investors in this er ULOE.	меранироская от мешмерного суля. или межения от без []]
3. Does the offering permit joint ownership of a single unit?	Business or Residen (Use blank s 1. Has the issuer soloffering?	B. IN d, or does the i Answer als	and use addition IFORMATION AE ISSUER INTEND to SE SO IN Appendix, C that will be accep	BOUT OFFERING ell, to non-accredited olumn 2, if filing und oted from any individ	heet, as necessa I investors in this er ULOE.	меранироская от мешмерного суля. или межения от без []]
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directly or indirectly, any commission or similar remuneration for solicitation of purchasers in connection with sales of securities in the offering. If a person to be listed is an associated person or agent of a broker or dealer registered with the SEC and/or with a state or states, list the name of the broker or dealer. If more than five (5) persons to be listed are associated persons of such a broker or dealer, you may set forth the information for that broker or dealer only.

Not Applicable

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		ble Secu hip Inter- pecify	ests	cluding	warrant	s)). 	\$\$ \$\$ \$\$20,383	,975	\$ \$ \$ \$ <u>13,7</u>	70,918
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	Type of a	_							Type of	Security	Dollar Sold \$	Amount

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Regulation A	\$_	
Rule 504	\$_	
Total	\$_	
4. a. Furnish a statement of all expenses in connection with the issuance and distribution of the securities in this offering. Exclude amounts relating solely to organization expenses of the issuer. The information may be given as subject to future contingencies. If the amount of an expenditure is not known, furnish an estimate and check the box to the left of the estimate.		
Transfer Agent's Fees	[]\$	-0-
Printing and Engraving Costs	[x] \$	2,000
Legal Fees		15,000
Accounting Fees	[x] \$	15,000
Engineering Fees	[]\$	-0-
Sales Commissions (specify finders' fees separately)	[]\$	-0-
Other Expenses (identify) Mailing	[x] \$	3,000
Total	[]\$	35,000
b. Enter the difference between the aggregate offering price given in response to Part C - Question 1 and total expenses furnished in response to Part C - Question 4.a. This difference is the "adjusted gross proceeds to the issuer."		20,348,975

5. Indicate below the amount of the adjusted gross proceeds to the issuer used or proposed to be used for each of the purposes shown. If the amount for any purpose is not known, furnish an estimate and check the box to the left of the estimate. The total of the payments listed must equal the adjusted gross proceeds to the issuer set forth in response to Part C - Question 4.b above.

	Payments to Payments Officers, To Directors, & Others Affiliates
Salaries and fees	[] \$\$
Purchase of real estate	[] [] \$
Purchase, rental or leasing and installation of machinery and equipment	[] \$\$
Construction or leasing of plant buildings and facilities	[] \$\$
Acquisition of other businesses (including the value of securities involved in this offering that may be used in exchange for the assets or securities of another issuer pursuant to a merger)	[] \$\$
Repayment of indebtedness	[] \$\$
Working capital	[x] [] \$20,348,975 \$
Other (specify):	[] []
	[] [] \$
Column Totals	[x] [] \$20,348,975 \$
Total Payments Listed (column totals added)	[x] \$ <u>20,348,975</u>
D. FEDERAL SIGNATURE	
The issuer has duly caused this notice to be signed by the undersigned duly this notice is filed under <u>Rule 505</u> , the following signature constitutes an undefurnish to the U.S. Securities and Exchange Commission, upon written reques information furnished by the issuer to any non-accredited investor pursuant to Rule 502.	ertaking by the issuer to est of its staff, the
Issuer (Print or Type) Signature	Date
Reliance Bancshares, Inc. Jeny D. Van Hoh	04/02/04
Name of Signer (Print or Type) Title of Signer (Print or Type)	
Jerry S. Von Rohr President and CEO	

ATTENTION

Intentional misstatements or omissions of fact constitute federal criminal violations. (See 18 U.S.C. 1001.)

E. STATE SIGNATURE 1. Is any party described in 17 CFR 230.262 presently subject to any of the disqualification provisions of such rule? Yes No [] [x]

See Appendix, Column 5, for state response.

- 2. The undersigned issuer hereby undertakes to furnish to any state administrator of any state in which this notice is filed, a notice on Form D (17 CFR 239,500) at such times as required by state law.
- 3. The undersigned issuer hereby undertakes to furnish to the state administrators, upon written request, information furnished by the issuer to offerees.
- 4. The undersigned issuer represents that the issuer is familiar with the conditions that must be satisfied to be entitled to the Uniform limited Offering Exemption (ULOE) of the state in which this notice is filed and understands that the issuer claiming the availability of this exemption has the burden of establishing that these conditions have been satisfied.

The issuer has read this notification and knows the contents to be true and has duly caused this notice to be signed on its behalf by the undersigned duly authorized person.

Issuer (Print or Type)	Signature	Date
Reliance Bancshares, Inc.	Jens & Van	Rohn 04/02/04
Name of Signer (Print or Type)	Title (Print or Type)	
Jerry S. Von Rohr	President and CEO	

Instruction:

Print the name and title of the signing representative under his signature for the state portion of this form. One copy of every notice on Form D must be manually signed. Any copies not manually signed must be photocopies of the manually signed copy or bear typed or printed signatures.

APPENDIX

1	2	3	4	5 Disqualification
The state of the s	Intend to sell to non- accredited investors in State (Part B-Item	Type of security and aggregate offering price offered in state (Part C-Item 1)	Type of investor and amount purchased in State (Part C-Item 2)	under State ULOE (if yes, attach explanation of waiver granted) (Part E-Item 1)

	1)				and the second s		1	,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,	
State	Yes	No		Number of Accredited Investors	Amount	Number of Non- Accredited Investors	Amount	Yes	No
AL		Ì				<u>i</u>	İ		}
AK	er ann ranni de juli circin i i i i i i i i i i i i i i i i i i					**************************************			1
AZ	· · · · · · · · · · · · · · · · · · ·	İ							
AR			**************************************						
CA		Х	\$306,000	1	\$306,000	0	-0-		Х
СО									
СТ		Х	\$127,500	1	\$127,500	0	-0-		Х
DE		Ì					Ì		
DC						- The Control of the	ĺ		
FL	······································	Х	\$171,850	1	\$171,850	0	-0-		Х
GA									
HI	-								
ID									
IL		Х	\$2,913,881	6	\$2,913,881	0	-0-		X
IN									
IA					, .			,	
KS									
KY			The state of the s			Para Land Maries of a parameter of the first part of the state of the			
LA									
ME									
MD									
MA									
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MN									
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МО		X	\$16,815,244	64	\$10,202,187	0	-0-		X
MT									
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NV					allo a constitution and the co				
NH									
NJ						manis			
NM									
NY									
NC									
ND									

ОН							
ОК							
OR							
PA							
RI							
SC							
SD							
TN	X	\$49,500	1	\$49,500 °	0	-0-	X
TX							
UT							
VT							
VA							
WA							
WV							
WI							
WY							
PR							

http://www.sec.gov/divisions/corpfin/forms/formd.htm Last update: 06/06/2002